



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED

Symbol : CM

Address : 149/34 FLOOR 3-4 SOI ANGLO PLAZA, SURAWONG ROAD, SURIYAWONGSE
BANG RAK

Province : Bangkok

Postcode : 10500

Business : Manufacturer and Exporter of Frozen Vegetables Such as Frozen
Green Beans, Frozen Soy Beans, Frozen Sweet Corns, Frozen Baby
Corns and Frozen Mixed Vegetables

Registration Number : 0107537000513

Telephone : 0-2238-4091, 0-2235-9934, 0-2634-0061-4

Fax (if applicable) : 0-2238-4090

Website : www.cmfrozen.com

Email : info@cmfrozen.com

Total Shares Sold (shares)

Common Stock : 381,145,725

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	1,096,527.00	1,055,589.00	1,336,734.00
Frozen Vegetable, Fruit (Thousand baht)	1,087,941.00	1,047,048.00	1,326,442.00
Other income (Thousand baht)	8,586.00	8,541.00	10,292.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Frozen Vegetable, Fruit (%)	99.22	99.19	99.23
Other income (%)	0.78	0.81	0.77

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	1,096,527.00	1,055,589.00	1,336,734.00
Domestic (Thousand baht)	73,694.00	66,001.00	79,984.00
International (Thousand baht)	1,022,833.00	989,588.00	1,256,750.00
Japan (Thousand baht)	959,862.00	944,900.00	1,124,427.00
Other countries (Thousand baht)	62,971.00	44,688.00	132,323.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	6.72	6.25	5.98
International (%)	93.28	93.75	94.02
Japan (%)	93.84	95.48	89.47

Other countries (%)	6.16	4.52	10.53
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*Excluding the profit margins in the associated companies

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : Yes

(Unit : Thousand baht)	2020	2021	2022
R&D expenses in the past 3 years	9,680.00	10,584.00	13,377.00

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : https://www.cmfrozen.com/download/Sustainability-Policy_2566_th.pdf

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : https://www.cmfrozen.com/download/Environmental-Policy_th.pdf

Company environmental guideline : Electricity Management, Renewable/Clean Energy
Management, Water Management, Waste Management

Results with Respect to the Environmental Aspect (3.3.2)

Greenhouse gas management

• Greenhouse gas emissions

	2020	2021	2022
GHG emission target	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	3,293.95
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	12,264.64
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total (Tons of carbon dioxide equivalents)	N/A	N/A	15,558.59

- **Verification of greenhouse gas emissions over the past year**

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : https://www.cmfrozen.com/download/Social-Responsibility-Policy_th.pdf

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2020	2021	2022
Number of male employees (persons)	426	378	424
Number of female employees (persons)	995	879	918
Total (persons)	1,421	1,257	1,342

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	N/A	N/A	8

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	N/A	N/A	7

• Significant labor dispute

	2020	2021	2022
Significant labor dispute	No	Yes	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : https://www.cmfrozen.com/download/No.-5.1-Policy-of-Corporate-Governance_th.pdf

Policy and Guideline Related to the Board of Directors (6.1.1)

Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

Corporate Governance Structure
and Significant Information Regarding
the Board of Directors, Subcommittees,
Management,
Employee and Other Information

Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	8	100.00
Number of male directors	7	87.50
Number of female directors	1	12.50
Number of executive directors	3	37.50
Number of non-executive directors	5	62.50
Number of independent directors	4	50.00

Information on the board of directors and persons with authority to control the company (7.2.2)

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PRAYOON PHOLPIPATTANAPHONG Gender: Male Age: 88 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive) Director type: Original director	31 Dec 1993	Agribusiness, Food & Beverage

2.	Mr. LAN MU – CHIOU Gender: Male Age: 74 years old Highest level of education: Below a bachelor's degree Major: high school Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Original director	31 Dec 1993	Agribusiness, Food & Beverage
3.	Mr. Prapas Pholpipattanaphong Gender: Male Age: 73 years old Highest level of education: Below a bachelor's degree Major: high school Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	31 Dec 1993	Agribusiness, Food & Beverage
4.	Mr. AMNUAY YOSSUCK Gender: Male Age: 85 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	1 Feb 1994	Economics, Agribusiness, Audit, Internal Control
5.	Mr. ANKOON PHOLPIPATTANAPHONG Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	27 Apr 2000	Agribusiness, Leadership, Corporate Management

6.	Mr. AMPON RUAYFUPANT Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	26 Apr 2006	Agribusiness, Finance, Marketing, Audit
7.	Mr. PHUSIT WONGLORSAICHON Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	30 Apr 2010	Governance/ Compliance, Risk Management
8.	Ms. CHUTIMA TANGMATITHAM Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	26 Apr 2016	Accounting, Finance, Audit

Other Information pertaining to committees

The Chairman is an independent director : Yes

The Chairman and the manager are the same person : Yes

The Chairman and the manager are members of the same family : Yes

The company appoints at least one independent director to determine the agenda
of the Board of Directors' meetings : Yes

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. AMNUAY YOSSUCK [1] Gender: Male Age: 85 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	15 May 2014	Economics, Agribusiness, Audit, Internal Control
2. Mr. AMPON RUAYFUPANT [1] Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	26 Apr 2006	Agribusiness, Finance, Marketing, Audit
3. Ms. CHUTIMA TANGMATITHAM [1] Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	11 Aug 2016	Accounting, Finance, Audit

[1] A director with the accounting expertise needed to review financial statements

Executive Committee

List of executive committee members

General information	Position	Date position was assumed
1. Mr. PRAYOON PHOLPIPATTANAPHONG Gender: Male Age: 88 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	3 Nov 1988
2. Mr. Prapas Pholpipattanaphong Gender: Male Age: 73 years old Highest level of education: Below a bachelor's degree Major: high school Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	3 Nov 1988
3. Mr. ANKOON PHOLPIPATTANAPHONG Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Apr 2000

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
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Corporate Governance and Sustainability Committee	Mr. PHUSIT WONGLORSAICHON	Chairman
	Mr. ANKOON PHOLPIPATTANAPHONG	Member
	Ms. CHUTIMA TANGMATITHAM	Member
	Mr. Tewin Rungratanapitak	Member
	Ms. Warisara Kangkanka	Member
	Mr. Tummarat Charoensanti	Member
	Ms. Piyalak Chuapodee	Member
Risk Management Committee	Mr. ANKOON PHOLPIPATTANAPHONG	Chairman
	Mr. Tewin Rungratanapitak	Member
	Ms. Warisara Kangkanka	Member
	Mr. Tummarat Charoensanti	Member
	Ms. Piyalak Chuapodee	Member
Nomination and Remuneration Committee	Mr. AMNUAY YOSSUCK	Chairman
	Mr. AMPON RUAYFUPANT	Member
	Ms. CHUTIMA TANGMATITHAM	Member
	Mr. Prapas Pholpipattanaphong	Member
	Mr. ANKOON PHOLPIPATTANAPHONG	Member
Non-Executive Board	Mr. AMNUAY YOSSUCK	Member
	Mr. AMPON RUAYFUPANT	Member
	Mr. PHUSIT WONGLORSAICHON	Member
	Ms. CHUTIMA TANGMATITHAM	Member
	Mr. LAN MU - CHIOU	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: Corporate Governance and Sustainability Committee
Sub-committees responsible for corporate sustainability development	: Corporate Governance and Sustainability Committee

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PRAYOON PHOLPIPATTANAPHONG Gender: Male Age: 88 years old Highest level of education: Honorary degree Major: Accounting	Chairman of the Board	3 Nov 1988	Agribusiness, Food & Beverage
2. Mr. Prapas Pholpipattanaphong Gender: Male Age: 73 years old Highest level of education: Below a bachelor's degree Major: high school	Executive Chairmand	3 Nov 1988	Agribusiness, Food & Beverage
3. Mr. ANKOON PHOLPIPATTANAPHONG Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Business Administration	Managing Director	27 Apr 2000	Agribusiness, Leadership, Corporate Management
4. Mr. Tewin Rungratanapitak [1][2] Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Finance	Financial Controller	4 Jan 2016	Finance, Economics, Marketing, Accounting
5. Ms. Warisara Kangkanka Gender: Female Age: 54 years old Highest level of education: Below a bachelor's degree Major: Agriculture	General Manager	1 Jun 1990	Agribusiness, Food & Beverage

6.	Ms. Piyalak Chuapooddee Gender: Female Age: 52 years old Highest level of education: Bachelor's degree Major: Science	Plant Manager 1	16 Nov 1993	Agribusiness, Food & Beverage
7.	Mr. Tummarat Charoensanti Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Engineering	Plant Manager 2	2 Feb 1998	Agribusiness, Food & Beverage
8.	Mr. Sairoung Boontom Gender: Male Age: 56 years old Highest level of education: Bachelor's degree Major: Agriculture	Agricultural Extension Manager	1 Feb 1995	Agribusiness, Food & Beverage

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : No

Remuneration

	2020	2021	2022
Total executive remuneration (baht)	26,017,268.00	25,552,434.00	25,562,036.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 424

Number of female employees (persons) : 918

Total (persons) : 1,342

Provident fund

Total number of employees (persons) : 1,342

Number of employees contributing to the PVD (persons) : 160

Percentage of employees who are members (%) : 11.92

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PRAYOON PHOLPIPATTANAPHONG	Chairman of the board	N/A
Mr. LAN MU - CHIOU	Director	N/A
Mr. Prapas Pholpipattanaphong	Director	N/A
Mr. AMNUAY YOSSUCK	Chairman of the board	N/A
Mr. ANKOON PHOLPIPATTANAPHONG	Director	N/A
Mr. AMPON RUAYFUPANT	Director	N/A
Mr. PHUSIT WONGLORSAICHON	Director	N/A
Ms. CHUTIMA TANGMATITHAM	Director	N/A

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment, Individual-director assessment (self-assessment)

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 7

Date of AGM meeting : 26 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. PRAYOON PHOLPIPATTANAPHONG (Chairman of the board)	-	7/7	Participating	Did not hold the meeting
2.	Mr. LAN MU – CHIOU (Director)	-	7/7	Participating	Did not hold the meeting
3.	Mr. Prapas Pholpipattanaphong (Director)	-	7/7	Participating	Did not hold the meeting
4.	Mr. AMNUAY YOSSUCK (Chairman of the board)	-	7/7	Participating	Did not hold the meeting
5.	Mr. ANKOON PHOLPIPATTANAPHONG (Director)	-	7/7	Participating	Did not hold the meeting
6.	Mr. AMPON RUAYFUPANT (Director)	-	7/7	Participating	Did not hold the meeting
7.	Mr. PHUSIT WONGLORSAICHON (Director)	-	7/7	Participating	Did not hold the meeting
8.	Ms. CHUTIMA TANGMATITHAM (Director)	-	7/7	Participating	Did not hold the meeting

Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1.	Mr. PRAYOON PHOLPIPATTANAPHONG (Chairman of the board)	-	0.00	N/A	N/A
2.	Mr. LAN MU – CHIOU (Director)	-	0.00	N/A	N/A
3.	Mr. Prapas Pholpipattanaphong (Director)	-	0.00	N/A	N/A
4.	Mr. AMNUAY YOSSUCK (Chairman of the board)	-	0.00	N/A	N/A
5.	Mr. ANKOON PHOLPIPATTANAPHONG (Director)	-	0.00	N/A	N/A
6.	Mr. AMPON RUAYFUPANT (Director)	-	0.00	N/A	N/A

7.	Mr. PHUSIT WONGLORSAICHON (Director)	-	0.00	N/A	N/A
8.	Ms. CHUTIMA TANGMATITHAM (Director)	-	0.00	N/A	N/A

Report on the Audit Committee's Performance for the Past Year (8.2)

Report on the audit committee's performance for the past year

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. AMNUAY YOSSUCK (Chairman of the audit committee)	-	4/4
2.	Mr. AMPON RUAYFUPANT (Audit committee)	-	4/4
3.	Ms. CHUTIMA TANGMATITHAM (Audit committee)	-	4/4